

1 East Washington Street, Suite 2300  
Phoenix, AZ 85004-2555  
TEL 602.798.5400  
FAX 602.798.5595  
www.ballardspahr.com

Adrienne W. Wilhoit  
Direct: 602.798.5414  
Fax: 602.798.5595  
wilhoita@ballardspahr.com

January 23, 2012

RECORDATION NO. 23129-D

*By Federal Express*

JAN 23 '12 -4 01 PM

Recordations Unit  
Surface Transportation Board  
395 E Street, S.W.  
Washington, DC 20423-0001

SURFACE TRANSPORTATION BOARD

Re: Termination of Railroad Equipment Lease

Dear Sir/Madam:

Enclosed please find for recording pursuant to Section 11301 of Title 49 of the United States Code (the "Code"), a copy of the Termination and Release, dated as of January 18, 2012 (the "Full Termination").

A Memorandum of Railroad Equipment Lease was recorded with the Surface Transportation Board on September 28, 2000 at 11:47 A.M. under Recordation No. 23129 pursuant to the Code.

The parties to the enclosed Full Termination are:

Lessor/Terminator Banc of America Leasing & Capital, LLC  
CAS-705-04-01  
555 California Street, 4th Floor  
San Francisco, California 94104

Lessee AWIN Leasing Company, Inc.  
c/o Republic Services, Inc.  
18500 North Allied Way  
Phoenix AZ 85054

The equipment covered by the referenced Full Termination consists of the railcars set forth on Exhibit A hereto.

A short summary of the Full Termination to appear in the index follows:

Full Termination of Memorandum of Railroad Equipment Lease Agreement under  
Recordation No. 23129.

DMWEST #8743697 v2

Recordations Unit  
January 23, 2012  
Page 2

A fee of \$41.00 has been submitted. Once the filing has been made, please return the stamped counterpart(s) of the Full Termination not required for filing purposes, together with the letter from the Surface Transportation Board acknowledging the filing, to: Adrienne Wilhoit, Ballard Spahr LLP, 1 East Washington St., Suite 2300, Phoenix, Arizona 85004.

If you have any questions or need further assistance, please do not hesitate to contact the undersigned at (602) 798-5414.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Adrienne', followed by a long horizontal flourish line.

Adrienne W. Wilhoit

AWW/jdc  
Enclosures

# Ballard Spahr LLP

1 East Washington Street, Suite 2300  
Phoenix, AZ 85004-2555  
TEL 602 798 5100  
FAX 602 798 5595  
www.ballardspahr.com

Adrienne W. Wilhott  
Direct 602 798 5414  
Fax 602 798 5595  
wilhotta@ballardspahr.com

January 23, 2012

*By Federal Express*

Recordations Unit  
Surface Transportation Board  
395 E Street, S.W.  
Washington, DC 20423-0001

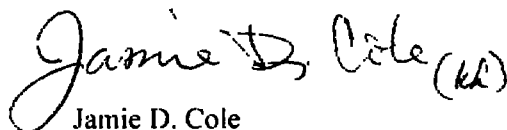
Re: Termination of Railroad Equipment Lease

Dear Sir/Madam:

In connection with the filing of the Full Termination of Memorandum of Railroad Equipment Lease, dated January 23, 2012, under Recordation No. 23129, enclosed please find Banc of America Leasing & Capital, LLC's recordation filing fee in the amount of \$41.00.

If you have any questions or need further assistance, please do not hesitate to contact the undersigned at (602) 798-5517.

Very truly yours,

Handwritten signature of Jamie D. Cole in black ink, with the initials "JDC" in parentheses at the end.

Jamie D. Cole

JDC/jdc  
Enclosure

DMWEST/8754253 v1

JAN 18 2012 -4 01 PM

**TERMINATION AGREEMENT AND RELEASE**

**SURFACE TRANSPORTATION BOARD**

THIS TERMINATION AGREEMENT AND RELEASE (this "Termination Agreement") is entered into this 18th day of January, 2012, between Banc of America Leasing & Capital, LLC (successor in interest to Joseph Transportation Services, Inc.) ("Lessor"), and AWIN Leasing Company, Inc. ("Lessee").

**RECITALS:**

- A. Lessor and Lessee are parties to that certain Railroad Equipment Lease Agreement, dated August 31, 2000, together with all exhibits and attachments thereto (the "Lease"), for the railcars more fully described on Exhibit A attached hereto (the "Equipment").
- B. The Lease was terminated pursuant to that certain Purchase and Termination Agreement dated September 28, 2009.
- C. The parties now desire to file this full termination of railroad equipment lease (the "Memorandum of Full Termination") with the Surface Transportation Board (the "Board") in order to release any and all liens against the Equipment constituted by the Lease, subject to the terms and conditions set forth below.

**AGREEMENTS:**

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned parties covenant and agree as follows:

- 1. The parties agree that the Lease was terminated on September 28, 2009.
- 2. Lessor filed that certain Memorandum of Railroad Equipment Lease with the Board, Recordation No. 23129, on August 31, 2000 at 11:47 A.M. relating to the Lease.
- 3. Lessor authorizes Lessee to file this Termination Agreement with the Board in order to release any and all liens against the Equipment constituted by the Lease.
- 4. This Termination Agreement is binding on the parties hereto and their respective agents, officers, directors, members, managers, affiliates, successors and assigns.
- 5. This Termination Agreement may be executed in one or more counterparts and all counterparts hereof, taken together, shall constitute one and the same instrument.
- 6. This Termination Agreement shall constitute the final agreement and understanding of the parties on the subject matter hereof. This Termination Agreement may be modified only by a further writing signed by the parties.

## EXHIBIT A

### Equipment

AWXX 20101	AWXX 20128	AWXX 20160
AWXX 20102	AWXX 20129	AWXX 20161
AWXX 20103	AWXX 20130	AWXX 20162
AWXX 20104	AWXX 20131	AWXX 20165
AWXX 20105	AWXX 20132	AWXX 20108
AWXX 20106	AWXX 20133	AWXX 20119
AWXX 20107	AWXX 20134	AWXX 20120
AWXX 20109	AWXX 20138	AWXX 20126
AWXX 20110	AWXX 20139	AWXX 20135
AWXX 20111	AWXX 20140	AWXX 20136
AWXX 20112	AWXX 20141	AWXX 20137
AWXX 20113	AWXX 20142	AWXX 20146
AWXX 20114	AWXX 20143	AWXX 20147
AWXX 20115	AWXX 20144	AWXX 20148
AWXX 20116	AWXX 20145	AWXX 20156
AWXX 20117	AWXX 20149	AWXX 20158
AWXX 20118	AWXX 20150	AWXX 20159
AWXX 20121	AWXX 20151	AWXX 20163
AWXX 20122	AWXX 20152	AWXX 20164
AWXX 20123	AWXX 20153	AWXX 20166
AWXX 20124	AWXX 20154	AWXX 20167
AWXX 20125	AWXX 20155	AWXX 20168
AWXX 20127	AWXX 20157	

IN WITNESS WHEREOF, the parties have executed this Termination Agreement as of the date first written above.

**LESSOR:**

**BANC OF AMERICA LEASING &  
CAPITAL, LLC**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

**LESSEE:**

**AWIN LEASING COMPANY, INC.**

By: Marsha A. Lacy  
Name: Marsha A. Lacy  
Its: Assistant Treasurer

STATE OF ARIZONA  
COUNTY OF MARICOPA

)  
) SS:  
)

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> day of January, 2012,  
by Marsha A Lacy, the Asst. Treas. of AWIN Leasing Company, Inc.



Marsha K Griep  
Notary Public

My Commission expires:

10/31/2013

# CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of SAN FRANCISCO

On 1-20-12 before me, YVETTE MONTALVO BARON  
Date Here Insert Name and Title of the Officer

personally appeared KIM LEE  
Name(s) of Signer(s)



who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Yvette Montalvo Baron  
Signature of Notary Public

Place Notary Seal Above

## OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document

### Description of Attached Document

Title or Type of Document: Termination Agreement and Release

Document Date: Jan 18 2012 Number of Pages 3 including Exhibit

Signer(s) Other Than Named Above: \_\_\_\_\_

### Capacity(ies) Claimed by Signer(s)

Signer's Name: \_\_\_\_\_

- ☐ Individual  
☐ Corporate Officer — Title(s): \_\_\_\_\_  
☐ Partner — ☐ Limited ☐ General  
☐ Attorney in Fact  
☐ Trustee  
☐ Guardian or Conservator  
☐ Other: \_\_\_\_\_

Signer Is Representing: \_\_\_\_\_

RIGHT THUMBPRINT  
OF SIGNER

Top of thumb here

Signer's Name: \_\_\_\_\_

- ☐ Individual  
☐ Corporate Officer — Title(s): \_\_\_\_\_  
☐ Partner — ☐ Limited ☐ General  
☐ Attorney in Fact  
☐ Trustee  
☐ Guardian or Conservator  
☐ Other: \_\_\_\_\_

Signer Is Representing: \_\_\_\_\_

RIGHT THUMBPRINT  
OF SIGNER

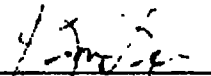
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IN WITNESS WHEREOF, the parties have executed this Termination Agreement as of the date first written above.

**LESSOR:**

**BANC OF AMERICA LEASING &  
CAPITAL, LLC**

By:   
Name: Kim Lee  
Its: Managing Director

**LESSEE:**

**AWIN LEASING COMPANY, INC.**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

## EXHIBIT A

### Equipment

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AWXX 20102	AWXX 20129	AWXX 20161
AWXX 20103	AWXX 20130	AWXX 20162
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